

IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

SHARON WILLIAMS, derivatively, on	)	
behalf of NCR CORPORATION,	)	
	)	
Plaintiff,	)	
	)	CASE NO. 1:13-CV-01400-SCJ
v.	)	
	)	AS REMOVED FROM THE
WILLIAM R. NUTI, ROBERT	)	SUPERIOR COURT OF
FISHMAN, JENNIFER DANIELS,	)	GWINNETT COUNTY,
EDWARD P. BOYKIN, RICHARD L.	)	GEORGIA
CLEMMER, GARY DAICHENDT,	)	Case No. 13A-02709-2
ROBERT P. DeRODES, and LINDA	)	
FAYE LEVINSON,	)	
	)	
Defendants.	)	
	)	
-and-	)	
	)	
NCR CORPORATION,	)	
	)	
Nominal Defendant.	)	
_____	)	

**PLAINTIFF’S UNOPPOSED MOTION FOR  
PRELIMINARY APPROVAL OF DERIVATIVE SETTLEMENT**

By this motion, plaintiff Sharon Williams (“Plaintiff”), by and through her undersigned counsel, hereby moves for preliminary approval of the Settlement of the above-captioned shareholder derivative action. Specifically, Plaintiff moves the Court for the entry of the order attached hereto (the “Preliminary Order”) (i)

preliminarily approving the Settlement as set forth in the Stipulation of Settlement dated January 22, 2014 (the “Stipulation”) (attached hereto as Exhibit 1); (ii) approving the form of the Notice, and directing the publication and posting of the Notice as contemplated by the Stipulation; and (iii) scheduling a hearing to consider final approval of the Settlement (the “Settlement Hearing”).

This motion is based on the memorandum of law included herein, the Stipulation, and such additional evidence or argument as may be required by the Court. Plaintiff and Plaintiff’s Counsel respectfully submit that the proposed Settlement is in the best interests of NCR Corporation and Current NCR Shareholders and respectfully request the Court preliminarily approve the Settlement and enter the Preliminary Order submitted herewith.

Dated: January 22, 2014

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*Counsel for Plaintiff*

### **CERTIFICATE OF SERVICE**

Pursuant to Local Rule 7.1D, the undersigned counsel for Plaintiff hereby certifies that the foregoing has been prepared with a font size and point selection (Times New Roman, 14 pt.) which was approved by the Court, and that the foregoing was electronically filed with the Clerk of Court using the CM/ECF system which will automatically send email notification of such filing to all counsel of record.

This 22<sup>nd</sup> day of January 2014.

/s/ Marshall P. Dees  
MARSHALL P DEES